

**EXHIBIT B**

**ARTICLES OF ORGANIZATION**  
(Attached)

NOV 11 02 00:00

F020626000247

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
Albany, NY 12231

CSC 45

(This form must be printed or typed in black ink)

ARTICLES OF ORGANIZATION  
OF

Smart Choice Communications, LLC

(Insert company name)

Under Section 203 of the Limited Liability Company Law

FIRST: The name of the limited liability company is: Smart Choice Communications, LLC

SECOND: The county within this state in which the office of the limited liability company is to be located is: New York

THIRD: (optional) The latest date on which the limited liability company is to dissolve is:

(month/day/year)

FOURTH: The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Corporation Service Company

80 State Street

Albany, New York 12207-2543

FIFTH: (optional) The name and street address within this state of the registered agent of the limited liability company upon whom and at which process against the limited liability company may be served is:

Corporation Service Company

80 State Street

Albany, New York 12207-2543

SIXTH: (optional) The future effective date of the Articles of Organization, which does not exceed 60 days from the date of filing, is:

(month/day/year)

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SEVENTH: (optional) If all or specified members are to be liable in their capacity as members for all or specified debts, obligations or liabilities of the limited liability company as authorized by Section 609 of the Limited Liability Company Law, an affirmative statement must be made. A statement of such effect is made as follows:

  
(signature)  
Mark Angell

Organiser  
(name and capacity of signer)


16  
STATE OF NEW YORK  
DEPARTMENT OF STATE

ARTICLES OF ORGANIZATION  
OF

FILED JUN 26 2002

Smart Choice Communications, LLC

Under Section 203 of the Limited Liability Company Law

TAXS  
BY:   
CC 45

Filed by:

Mark J. Angell

(Name)

1075 Rosewood Drive

(Mailing address)

Grapevine, TX 76051

(City, State and ZIP code)

Cost Ref 63495407V

Download

NOTE: • This form was prepared by the New York State Department of State for articles of organization. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

• This form may not be accompanied by any riders or attachments except a certificate evidencing reservation of name.

2002 JUN 26 AM 9:06

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State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

SEP 16 2002



A handwritten signature in black ink, appearing to read "R. A. S.", written over a horizontal line.

Secretary of State



020911000837

CSC 45

**STATE OF NEW YORK**  
**County of New York, s:**

**NOTICE OF FORMATION**  
of Smart Choices Commu-  
nications, LLC, Arts of Org.  
filed with Secy. of State of  
N.Y. (SBNY) on 08/02/02. Office  
location: NY County. SBNY  
designated as agent of LLC  
upon whom process against it  
may be served. SBNY shall  
mail copy of process to: c/o  
Corporation Service Co., 20  
State St., Albany, NY 12207,  
registered agent upon whom  
process may be served. Pur-  
pose: any lawful activity.  
SBNY004 1/24-W 0000

Cynthia Byrd, being duly sworn, says that she is the **PRINCIPAL CLERK** of the Publisher of the **NEW YORK LAW JOURNAL**, a Daily Newspaper; that the Advertisement hereto annexed has been published in the said **NEW YORK LAW JOURNAL** in each week for 6 successive weeks, commencing on the 24th day of July, 2002.

*Cynthia Byrd*

TO WIT: JULY 24, 31, 2002 AUGUST 7, 14, 21, 28, 2002

SWORN TO BEFORE ME, this 28th day }  
Of August, 2002.

*Debra A. Cruz*  
Debra A. Cruz  
Notary Public, State of New York  
No. 01CR6056944  
Qualified in Bronx County  
Commission Expires April 09, 2003

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MARK MINGELA

F-020911000837

AFFIDAVIT OF PUBLICATION

OF

SMART CHOICE COMMUNICATIONS, LLC

620 15

Under Section 206 of the Limited Liability Company Law

2002 SEP 11 PM 3:48

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Filed By: VLA ASSOCIATES, LLC  
1075 ROSEWOOD DRIVE  
GRAPEVINE, TX 76051  
Cust. Ref. #634984MPJ

DRAWDOWN

*CP 1000*  
*1075 Rosewood Drive*  
*Grapevine, TX 76051*

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STATE OF NEW YORK  
DEPARTMENT OF STATE

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PAGE THREE

State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

SEP 16 2002



A handwritten signature in dark ink, appearing to be "R. A. ...", written over a horizontal line.

Secretary of State

